



# Board of Directors Meeting

January, 19 2017

10:00 am at 300 Chestnut Street, Emporium, PA  
(CC Recreation Center)

## Minutes

Call to order with pledge to flag at 10:12 AM

### 1. INTRODUCTIONS

Matt Q. welcomes Holly Komonczki as the new ED and acknowledges Steve in his return to the Outreach Coordinator position.

### 2. APPROVAL OF DECEMBER, 2016 MINUTES

No Secretary at the start of this meeting, so no formal minutes to review. Amy S. and Josh R. will compare notes.

### 3. TREASURER'S REPORT

Amy Shields, LHR Treasurer: Accounting issues with QuickBooks entries are being addressed as per below in the agenda. The Executive Committee is reviewing PANO documents on financial controls to be adopted by LHR.

### 4. STAFF REPORTS – Approval, Questions and Comments

Distributed by email, but not everyone received the email. Paper copies reviewed at meeting. No comments or questions on the reports. Noted that it is a good idea to continue to supply written reports in advance of the meeting instead of oral reports during the meeting.

### 5. NEW BUSINESS

- a. Consider having **monthly meetings** until executive director probation period is over. 6 months or 3 more meetings

Call-in option will be available for the next and subsequent meetings. Resolution to the above: the full BOD will keep with in-person meetings every two months. The Executive Committee will meet in-person during the interim months until June 2017 (that is during February, April and June). The Executive Committee will follow-up with an email to the full BOD following these interim meetings. Actionable items will be addressed through an email vote.

Deb P. noted that there should be no personnel issues exchanged via email. Sensitive information should also be encrypted or "Send Secure." Discussion of a Personnel Committee- By-Laws state that the Executive Committee handles personnel issues. Personnel issues can be discussed in an executive session before or after meetings.

Mike P. noted that the extra meetings will likely provide valuable feedback to Holly during her probationary period.

- b. Consider **changing financial calendar** from calendar year January 1-December 31 to fiscal year July 1-June 30.

Executive Committee is in favor of this: Amy S. explains that this move makes sense based upon the LHR use of grants from DCNR which always end on a Fiscal Year date (June 30<sup>th</sup>). MOTION to adopt a July 1 to June 30 Fiscal Year for LHR by Bob M., 2<sup>nd</sup> by Dan G. All in favor, none opposed.

- c. Approve the **estimate from Jessica Herzing** with Schlager CPA to clean up our quick books account and rectify 990.

Errors in the accounting software became apparent upon review of the 990 filing at the December 2016 meeting. BOD could not approve the 990 because of incorrect information; especially the names of the members of the BOD listed on the 990 did not mirror the current BOD composition.

Also, there was a reoccurring \$32.00 negative balance in accounts receivable. A review of the LHR QuickBooks accounting should focus on all of calendar year 2016, and Grant Round 19, beginning in July 2015 and moving forward. Amy S. was of the opinion that Schlager CPA may be best suited to deal with this problem because they are already somewhat familiar with the LHR financials. Further questioning by Deb P. and others suggested that more of the burden for correcting errors should have fallen to Schlager while they were preparing the LHR 990 form, and perhaps their competence should be reviewed. Amy S. and Holly K. will meet with Jessica Herzing to make sure that they will be a good fit to “clean-up” the LHR books. They will also negotiate on the \$75/ hour price point as LHR has already paid them for their work on preparing the 990 and it is incorrect. It was suggested and widely agreed that the LHR should file an amended 990 form for 2016 when all of the financial information has been sorted out. If Schlager is not chosen to review the LHR financials, Holly K. will continue to solicit quotes from local CPAs.

d. **Approve hiring of a LHR bookkeeper** (rate depending on quotes)

Holly K. has been gathering quotes for Book Keepers to be hired by LHR to maintain the organization’s financial records and perform payroll duties. Quotes reflect rates averaging \$80 to \$84 per month for payroll, and from \$30/ hour to \$230/ month for taxes and 990 preparations. Consensus of BOD was that these rates seem high. There was a suggestion to inquire with Heritage PA about other agencies/ companies that might be able to provide payroll/ bookkeeper services. MOTION to delegate the authority to hire a bookkeeper to the LHR Executive Director and Executive Committee made by Josh R., 2<sup>nd</sup> by Ken B. All in favor, none opposed.

e. **Set up a Finance Committee** to review policy and procedures as well as budget for 1<sup>st</sup> half of 2017.

MOTION by Bob M. to appoint LHR Treasurer Amy Shields as the Chair of the Finance Committee; 2<sup>nd</sup> by Dan G. All in favor, none opposed. Finance Committee will consist of Amy Shields, Bob Martin, Ken Burkett and Josh Roth. The Executive Director will submit a budget for the remainder of 2017 to be reviewed by the Finance Committee ASAP. The F.C. will also begin the review of templates and crafting of a Financial Controls Policy for LHR.

i. **Budget** needs approved by February meeting

f. **Set up a policy committee** – to review employee handbook and LHR bylaws

The Policy Committee will consist of Holly K., Jodi F. and Jeremy M. The P.C. will begin with a review of the current LHR Employee Handbook, the LHR organizational By-Laws and other LHR policy documents. Recommendation to renew LHR membership with PANO and use their resources for policy documents.

g. **Discussion and approval of board member form**

Holly K. distributed this form which is aimed at new board member recruitment. On the whole, this form was viewed by the BOD as a good idea. Some suggestions for edits to the form included mentioning the possibility of telecomm/ iTV/ GoTo Meeting options for attendance vs. having to drive to Emporium, listing the location, time and frequency of meetings on the form, and listing expectations of board members paraphrased from LHR by-laws (including policy on non-attendance of BOD meetings). It was suggested that Holly start using this form once the suggested edits were made.

i. **Recommendations of target board members and needs**

Please email suggestions for board member recruitment to Holly ASAP.

h. **Discussion and approval of partner form**

Holly K. presented her design for a LHR Partner Form, to aid in the board member recruitment process. The form will collect data and contact information on potential new board members, and provide them with information on what their responsibilities should be if they become one. Suggestion to add a data field so potential members can indicate if they represent a for-profit business, non-profit, or governmental organization. General consensus was that LHR should start using the form after the suggested edits are made.

i. **Discuss and Approve Round 20 Mini Grant** program and guidelines

The announcement for the Round 20 mini-grant program administered by LHR was supposed to have been made as of January 2017, but so far has not. This grant round includes \$30,000 worth of 50/50 matching grants to be awarded by June 30<sup>th</sup>, 2017. Mike P. asserted that LHR should be able to get a one year extension from DCNR for this deadline. A grant committee for Round 20, consisting of Dan G. and Jodi F., will work on releasing a scope for receiving grant proposals ASAP. General consensus is the grant application summaries should reference the goals for the region outlined in the Management Action Plan. It is likely better for grant scopes to be made more broadly focused and open-ended in regard to how they complement the mission of the LHR, but the scopes can also highlight endeavors that LHR is currently working on internally; so that grant projects can have a synergy with efforts of the LHR administration- currently web site development and communications plan.

**j. Advertisement in “Happy Traveler”- PA state tourism magazine.**

Discussion of the costs and merits of advertising the region. Matt Q. recommended tabling this until more of the web site content and travel itineraries are completed.

**k. Steve M- discussion of Round 19 Grant Projects.**

Montoursville did not meet the December 31<sup>st</sup>, 2016 deadline for completion of their grant project. They asked for an extension to finish the design and fabrication of educational and interpretive signage for their Lake Trail; a grant initially awarded in February 2016. MOTION to extend their deadline for completion of this grant to a drop-dead date of April 30<sup>th</sup>, 2017, by Jodi F., 2<sup>nd</sup> by Amy S. Six in favor, one opposed (Jeremy M.). This should give them time to complete the project and give LHR time to complete administrative action on the grant.

Due to some accounting procedures for grant close-out that shifted some funds from one grant round to another, there is now \$2,000 of the original \$30,000 of Grant Round 19 left to award. Previously, the BOD had approved some back-up projects for this grant round should one or more of the first-choice projects fall through. The only back-up project that is still within a completion timeline that could meet the Round 19 deadline is the Curwensville Log Slice project. Steve M. will contact the grant applicants and let them know there is \$2,000 available for their project if they are still ready to move on it. If they agree, this should allow LHR to disperse the full amount of Round 19 and close it out.

**6. OLD BUSINESS**

**a. The Board Chair and Vice Chair positions are temporary and will need filled in the spring a **Nomination Committee** needs to be appointed.**

Matt Q. reiterated that existing officers are over their term limits, but agreed to stay on through the transition process with the new Executive Director. A nominating committee for new officers will need to convene ASAP. Matt Q. and Dan G. will likely not be able to continue on in officer positions.

**b. Release of **website RFP****

MOTION to accept the website RFP document as-is and distribute it to solicit bid for the LHR website work by Jeremy M., 2<sup>nd</sup> by Dan G. All in favor, none opposed.

**c. Review work plan worksheet. Discussion on **where we are now****

Tabled due to time constraints.

**d. Start **discussion for grant round 22 considering changes and round 23** due by April**

Tabled due to time constraints.

**i. Possibly form a **strategic planning committee** to work with LHR staff to complete mission and goals**

Tabled due to time constraints.

MOTION to adjourn- 12:27 PM by Jeremy M., 2<sup>nd</sup> by Bob M. All in favor, none opposed.

# 2017 Meeting Dates

JANUARY 19TH THURSDAY 10 A.M.

MARCH 16TH THURSDAY 10 A.M.

MAY 18TH THURSDAY 10 A.M.

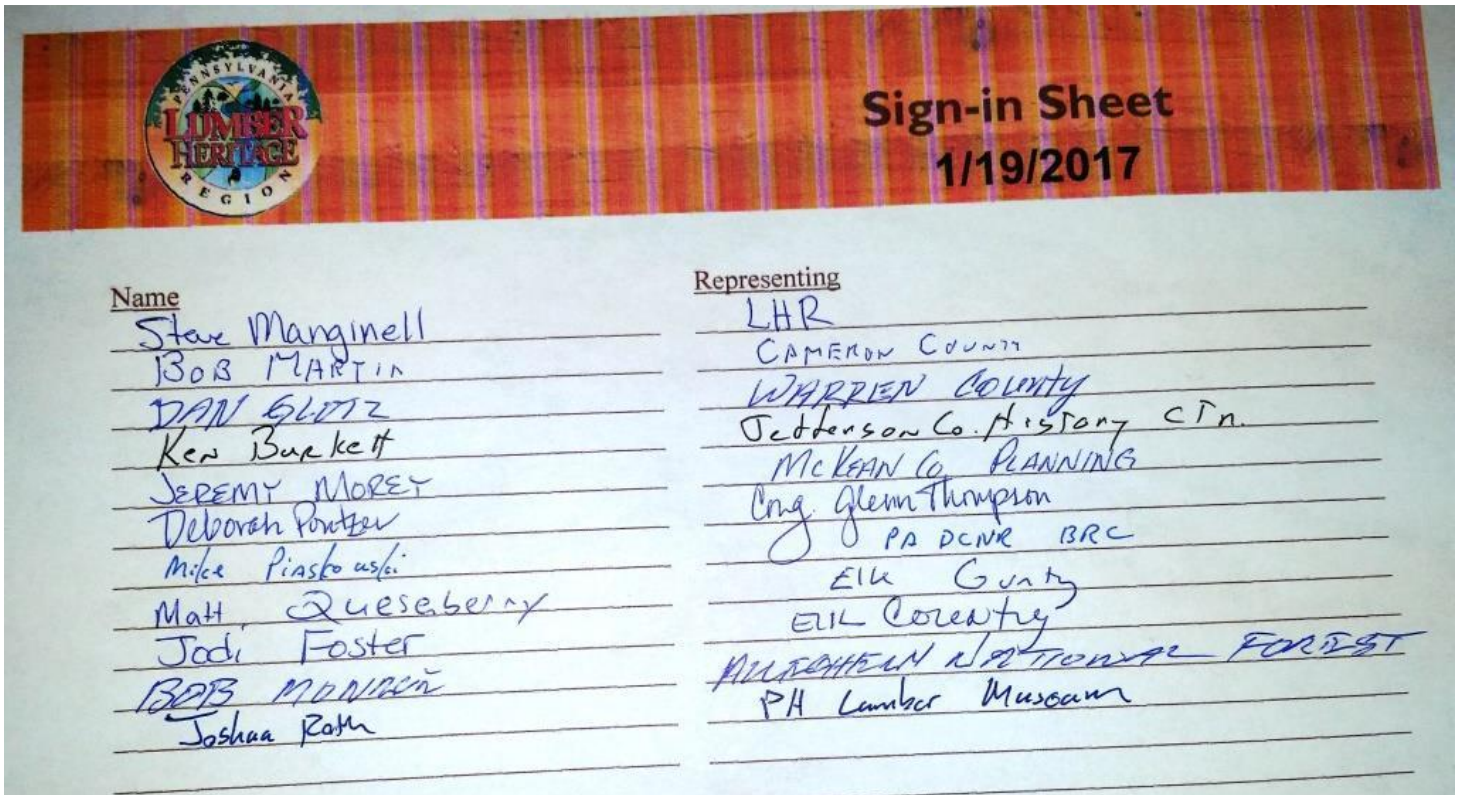
JULY 20TH THURSDAY 10 A.M.

SEPTEMBER 21ST THURSDAY 10 A.M.

NOVEMBER 16TH THURSDAY 10 A.M.

**NOTE: Lunch is now on your own....**

Attendance Sheet:



Name	Representing
Steve Manginelli	LHR
BOB MARTIN	CAMERON COUNTY
DAN GLITZ	WARREN COUNTY
Ken Burkett	Jeddenson Co. History CTR.
JEREMY MOREY	McKEAN Co. PLANNING
Deborah Pontzer	Cong. Glenn Thompson
Mike Piaszkowski	PA DCNR BRC
Math Quesenberg	ELK County
Jodi Foster	ELK County
BOB MORRIS	NORTHEAST NATIONAL FOREST
Joshua Roth	PA Lumber Museum

Also in attendance: Wes Fahringer- DCNR